AMENDMENTS TO AND LISTING OF THE CLAIMS

1-25 (Canceled)

26. (New) A fabric softener composition comprising:

(a) 0.01% to 50% by weight of a cationic softening compound;

(b) at least 0.001%, by weight, of a water dispersible cross-linked cationic polymer derived from the polymerization of 5 to 100 mole percent of a cationic vinyl addition monomer, 0 to 95 mole percent of acrylamide, and 5 to 500 ppm of a difunctional vinyl addition monomer cross-linking agent;

(c) 0 to 5% by weight of a non-confined fragrance oil; and

(d) an effective amount of at least one fabric or skin beneficiating ingredient encapsulated within a first polymer material to form a polymer encapsulated beneficiating ingredient, said encapsulated ingredient being further coated with a cationic polymer which is a cationic polyamine that is a reaction product of a polyamine and an oxirane material.

27. (New) The composition of claim 26 wherein the cationic softening compound is selected from the group consisting of:

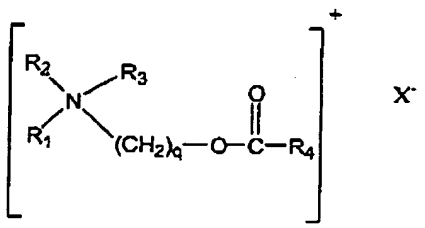
(a) difatty dialkly quaternary ammonium compounds;

(b) fatty ester quaternary ammonium compounds;

(c) alkyl imidazolinium compounds; and

(d) fatty amide quaternary ammonium compounds.

28. (New) The composition of claim 27 wherein said fatty ester quaternary ammonium compound is a biodegradable fatty ester quaternary ammonium compound having the formula:



wherein

R_1 represents $(CH_2)_t R_6$ where R_6 represents benzyl, phenyl, (C_1-C_4)alkyl substituted phenyl, OH, or H;

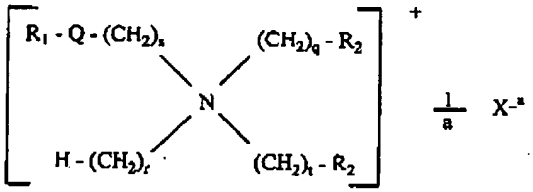
R_2 and R_3 represent $(CH_2)_s-R_5$ where R_5 represents an alkoxy carbonyl group containing 8 to 22 carbon atoms, benzyl, phenyl, (C_1-C_4)alkyl substituted phenyl, OH, or H;

R_4 represents an aliphatic hydrocarbon group having 8 to 22 carbon atoms;

q, s, and t each independently represent an integer 1 to 3; and

X^- is a softener compatible anion.

29. (New) The composition of claim 27 having a biodegradable fatty ester quaternary ammonium compound derived from the reaction of an alkanol amine and a fatty acid derivative followed by quaternization, said fatty ester quaternary ammonium compound being represented by the formula:



wherein

Q represents a carboxyl group having the structure –OCO– or –COO–;

R_1 represents an aliphatic hydrocarbon group having 8 to 22 carbon atoms;

R_2 represents -Q-R_1 or –OH;

q, r, s, and t each independently represent a number of 1 to 3; and

X^{-a} is an anion of valence a; and

wherein said fatty ester quaternary ammonium compound is comprised of a distribution of monoester, diester and triester compounds, the monoesterquat compound being formed when each R_2 is –OH; the diesterquat compound being formed when one R_2 is -OH and the other R_2 is -Q-R_1; and the triesterquat compound being formed when each R_2 is -Q-R_1; and wherein the normalized percentage of monoesterquat compound in said fatty ester quaternary ammonium compound is 28% to 39%; the normalized percentage of diesterquat compound is 52% to 62%, and the normalized percentage of triesterquat compound is 7% to 14%; all percentages being by weight.

30. (New) The composition of claim 26 wherein said cross-linked cationic polymer is a cross-linked copolymer of a quaternary ammonium acrylate or methacrylate in combination with an acrylamide co-monomer.

31. (New) The composition of claim 26 wherein said encapsulating polymer in (d) is selected from the group consisting of a vinyl polymer, an acrylate polymer, melamine formaldehyde polymer, urea formaldehyde polymer, and mixtures thereof.

32. (New) The composition of claim 26 wherein the oxirane material is selected from the group consisting of (chloromethyl) oxirane, (bromoethyl) oxirane, and mixtures thereof.

33. (New) The composition of claim 26 wherein the fabric or skin beneficiating ingredient is selected from the group consisting of perfumes or fragrance oils, anti-bacterial agents, vitamins, skin conditioners, UV absorbers, and enzymes.

34. (New) The composition of claim 33 wherein the fabric or skin beneficiating ingredient is a perfume or fragrance oil.

35. (New) The composition of claim 33 wherein the perfume or skin beneficiating ingredient is mixed with a polymer or non-polymeric carrier material or surfactant or solvent or mixtures thereof.

36. (New) The composition of claim 26 which is in the form of a liquid, powder, or gel.

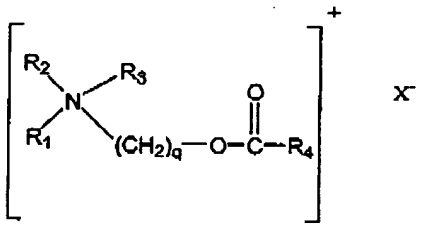
37. (New) The composition of claim 26 further comprising at least 0.001% of a chelating compound capable of chelating metal ions and selected from the group consisting of amino carboxylic acid compounds, organo aminophosphonic acid compounds, and mixtures thereof.

38. (New) A method of imparting softness to fabrics comprising contacting said fabrics with an effective amount of a composition of claim 26.

39. (New) The method of claim 38 wherein said fabrics are contacted during the rinse cycle of a laundry washing machine or hand wash laundry treatment.

40. (New) The method of claim 38 wherein said fabric softening compound is a fatty ester quaternary ammonium compound.

41. (New) The method of claim 40 wherein said fatty ester quaternary ammonium compound has the formula:



wherein

R_1 represents $(CH_2)_t R_6$ where R_6 represents benzyl, phenyl, $(C_1\text{-}C_4)$alkyl substituted phenyl, OH, or H;

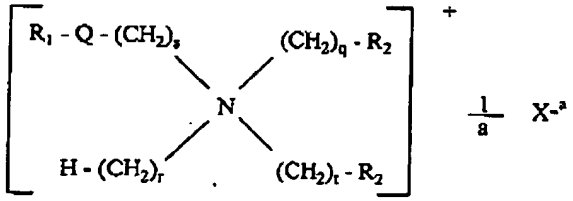
R_2 and R_3 represent $(CH_2)_s\text{-}R_5$ where R_5 represents an alkoxy carbonyl group containing 8 to 22 carbon atoms, benzyl, phenyl, $(C_1\text{-}C_4)$alkyl substituted phenyl, OH, or H;

R_4 represents an aliphatic hydrocarbon group having 8 to 22 carbon atoms;

q, s, and t each independently represent an integer from 1 to 3; and

X^- is a softener compatible anion.

42. (New) The method of claim 40 wherein the fatty ester quaternary ammonium compound is derived from the reaction of an alkanol amine and a fatty acid derivative followed by quaternization, said fatty ester quaternary ammonium compound being represented by the formula:



wherein

Q represents a carboxyl group having the structure –OCO– or –COO–;

R_1 represents an aliphatic hydrocarbon group having 8 to 22 carbon atoms;

R_2 represents -Q-R_1 or –OH;

q, r, s, and t each independently represent a number of 1 to 3; and

X^{-a} is an anion of valence a; and

wherein said fatty ester quaternary ammonium compound is comprised of a distribution of monoester, diester and triester compounds, the monoesterquat compound being formed when each R_2 is -OH; the diesterquat compound being formed when one R_2 is -OH and the other R_2 is -Q-R_1; and the triesterquat compound being formed when each R_2 is -Q-R_1; and wherein the normalized percentage of monoesterquat compound in said fatty ester quaternary ammonium compound is from 28% to 39%; the normalized percentage of diesterquat compound is from 52% to 62%, and the normalized percentage of triesterquat compound is from 7% to 14%; all percentages being by weight.

43. (New) The method of claim 38 wherein said fabric or skin beneficiating ingredient is a perfume or fragrance oil.

44. (New) The method of claim 43 wherein said encapsulating polymer for said perfume or fragrance oil is a vinyl polymer, an acrylate polymer, melamine formaldehyde polymer, urea formaldehyde polymer, or mixtures thereof.

45. (New) A non-aqueous fabric softener composition comprising:

(a) 0.01% to 50% by weight of a cationic softening compound;

(b) at least 0.001%, by weight, of a water dispersible cross-linked cationic polymer derived from the polymerization of 5 to 100 mole percent of a cationic vinyl addition monomer, 0 to 95 mole percent of acrylamide, and 5 to 500 ppm of a difunctional vinyl addition monomer cross-linking agent;

(c) 0 to 5% by weight of a non-confined fragrance oil; and

(d) an effective amount of at least one fabric or skin beneficiating ingredient encapsulated within a first polymer material to form a polymer encapsulated beneficiating ingredient, said encapsulated ingredient being further coated with a cationic polymer.

46. (New) The composition of claim 45 wherein the cationic softening compound is selected from the group consisting of:

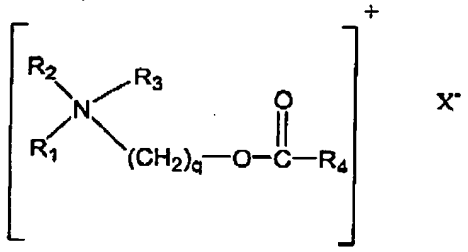
(a) difatty dialkly quaternary ammonium compounds;

(b) fatty ester quaternary ammonium compounds;

(c) alkyl imidazolinium compounds; and

(d) fatty amide quaternary ammonium compounds.

47. (New) The composition of claim 46 wherein said fatty ester quaternary ammonium compound is a biodegradable fatty ester quaternary ammonium compound having the formula:



wherein

R_1 represents $(CH_2)_tR_6$ where R_6 represents benzyl, phenyl, $(C_1\text{-}C_4)$alkyl substituted phenyl, OH, or H;

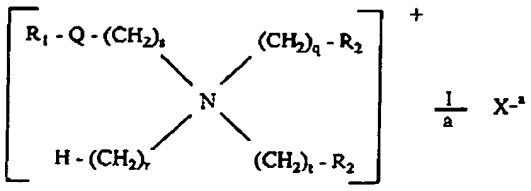
R_2 and R_3 represent $(CH_2)_s\text{-}R_5$ where R_5 represents an alkoxy carbonyl group containing 8 to 22 carbon atoms, benzyl, phenyl, $(C_1\text{-}C_4)$alkyl substituted phenyl, OH, or H;

R_4 represents an aliphatic hydrocarbon group having 8 to 22 carbon atoms;

q, s, and t each independently represent an integer 1 to 3; and

X^- is a softener compatible anion.

48. (New) The composition of claim 46 having a biodegradable fatty ester quaternary ammonium compound derived from the reaction of an alkanol amine and a fatty acid derivative followed by quaternization, said fatty ester quaternary ammonium compound being represented by the formula:



wherein

Q represents a carboxyl group having the structure -OCO- or -COO-;

R_1 represents an aliphatic hydrocarbon group having 8 to 22 carbon atoms;

R_2 represents -Q-R_1 or -OH;

q, r, s, and t each independently represent a number of 1 to 3; and

X^{-a} is an anion of valence a; and

wherein said fatty ester quaternary ammonium compound is comprised of a distribution of monoester, diester and triester compounds, the monoesterquat compound being formed when each R_2 is -OH; the diesterquat compound being formed when one R_2 is -OH and the other R_2 is -Q-R_1; and the triesterquat compound being formed when each R_2 is -Q-R_1; and wherein the normalized percentage of monoesterquat compound in said fatty ester quaternary ammonium compound is from 28% to 39%; the normalized percentage of diesterquat compound is from 52% to 62% and the normalized percentage of triesterquat compound is from 7% to 14%; all percentages being by weight.

49. (New) The composition of claim 45 wherein said cross-linked cationic polymer is a cross-linked copolymer of a quaternary ammonium acrylate or methacrylate in combination with an acrylamide co-monomer.

50. (New) The composition of claim 45 wherein said encapsulating polymer in (d) is selected from the group consisting of a vinyl polymer; an acrylate polymer, melamine formaldehyde polymer, urea formaldehyde polymer, and mixtures thereof.

51. (New) The composition of claim 45 wherein said cationic polymer is a cationic polyamine or selected from polysaccharides, cationically modified starch, cationically modified guar, polysiloxanes, poly diallyl dimethyl ammonium halides, copolymers of poly diallyl dimethyl ammonium chloride, imidazolinium halides.

52. (New) The composition of claim 45 wherein said cationic polymer in (d) is a polyamine which is a reaction product of a polyamine and an oxirane material.

53. (New) The composition of claim 52 wherein the oxirane material is selected from the group consisting of (chloromethyl) oxirane, (bromoethyl) oxirane, and mixtures thereof.

54. (New) The composition of claim 45 wherein the fabric or skin beneficiating ingredient is selected from the group consisting of perfumes or fragrance oils, anti-bacterial agents, vitamins, skin conditioners, UV absorbers, and enzymes.

55. (New) The composition of claim 54 wherein the fabric or skin beneficiating ingredient is a perfume or fragrance oil.

56. (New) The composition of claim 54 wherein the perfume or skin beneficiating ingredient is mixed with a polymer or non-polymeric carrier material or surfactant or solvent or mixtures thereof.

57. (New) The composition of claim 45 which is in the form of a powder.

58. (New) The composition of claim 45 which is in the form of a fabric softener sheet.

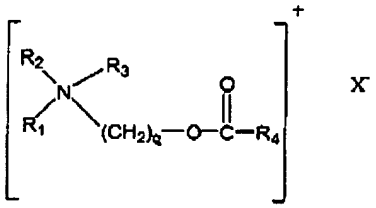
59. (New) The composition of claim 45 which further contains at least 0.001% of a chelating compound capable of chelating metal ions and selected from the group consisting of amino carboxylic acid compounds, organo aminophosphonic acid compounds, and mixtures thereof.

60. (New) A method of imparting softness to fabrics comprising contacting said fabrics with an effective amount of the fabric softening composition of claim 45.

61. (New) The method of claim 60 wherein said fabrics are contacted during the rinse cycle of a laundry washing machine or hand wash laundry treatment.

62. (New) The method of claim 60 wherein said fabric softening compound is a fatty ester quaternary ammonium compound.

63. (New) The method of claim 62 wherein said fatty ester quaternary ammonium compound has the formula



wherein

R_1 represents $(CH_2)_t R_6$ where R_6 represents benzyl, phenyl, $(C_1\text{-}C_4)$alkyl substituted phenyl, OH, or H;

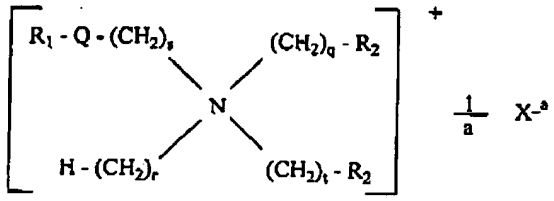
R_2 and R_3 represent $(CH_2)_s\text{-}R_5$ where R_5 represents an alkoxy carbonyl group containing 8 to 22 carbon atoms, benzyl, phenyl, $(C_1\text{-}C_4)$alkyl substituted phenyl, OH, or H;

R_4 represents an aliphatic hydrocarbon group having 8 to 22 carbon atoms;

q, s, and t each independently, represent an integer 1 to 3; and

X^- is a softener compatible anion.

64. (new) The method of claim 62 wherein the fatty ester quaternary ammonium compound is derived from the reaction of an alkanol amine and a fatty acid derivative followed by quaternization, said fatty ester quaternary ammonium compound being represented by the formula:



wherein

Q represents a carboxyl group having the structure -OCO- or -COO-;

R_1 represents an aliphatic hydrocarbon group having 8 to 22 carbon atoms;

R_2 represents -Q-R_1 or –OH;

q, r, s, and t each independently represent a number of 1 to 3; and

X^{-a} is an anion of valence a; and

wherein said fatty ester quaternary ammonium compound is comprised of a distribution of monoester, diester and triester compounds, the monoesterquat compound being formed when each R_2 is -OH; the diesterquat compound being formed when one R_2 is -OH and the other R_2 is -Q-R_1; and the triesterquat

compound being formed when each R_2 is -Q-R_1; and wherein the normalized percentage of monoesterquat compound in said fatty ester quaternary ammonium compound is from 28% to 39%; the normalized percentage of diesterquat compound is from 52% to 62%, and the normalized percentage of triesterquat compound is from 7% to 14%; all percentages being by weight.

65. (New) The method of claim 60 wherein said fabric or skin beneficiating ingredient is a perfume or fragrance oil.

66. (New) The method of claim 65 wherein said encapsulating polymer for said perfume or fragrance oil is a vinyl polymer, an acrylate polymer, melamine formaldehyde polymer, urea formaldehyde polymer, or mixtures thereof.